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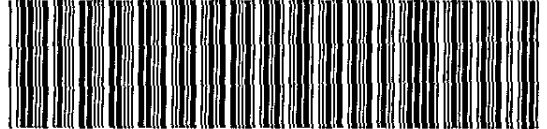
(Business Entity Name)

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## TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: ESCAMBIA HIGH SCHOOL TIP OFF CLUB, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☒ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Steve BROWN  
Name (Printed or typed)

1310 N. 65TH AVENUE  
Address

PENSACOLA, FL 32506  
City, State & Zip

850-453-3221 x263  
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

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**ARTICLES OF INCORPORATION**

**OF**

**ESCAMBIA HIGH SCHOOL TIP OFF CLUB, INC.**

We, the undersigned, hereby associate ourselves together for the purpose of being a corporation not for profit under Chapter 617, Laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation not for profit.

**ARTICLE I - NAME**

The name of this Corporation shall be ESCAMBIA HIGH SCHOOL TIP OFF CLUB, INC.

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and mailing address of the Corporation is 1310 N. 65th Avenue, Pensacola, FL 32506.

**ARTICLE III - DURATION**

This Corporation shall exist perpetually unless dissolved according to law.

**ARTICLE IV - PURPOSE**

The Corporation is organized exclusively for charitable and educational purposes, within the meaning of section 501 (c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The Corporation may conduct programs and activities; raise funds, request and receive grants, gifts, contributions, dues and bequests of moneys, real and personal property; or

acquire, receive, hold, invest and administer, in its own name, securities, funds, objects of value, or other property, real and personal, and make expenditures and distributions for the benefit of Escambia High School, a local public school and/ or it's arts programs and other organizations exempt under 501(c)(3) of the Internal Revenue Code in such manner as the Board of Directors may determine to be appropriate to further the foregoing purpose, and shall have all powers conferred by or permissible under the Florida Not for Profit Corporation Act.

#### **ARTICLE V - MEMBERS**

The Corporation shall have members. The Board of Directors of the Corporation shall have the power to admit members to the Corporation in such manner, subject to such qualifications, and upon such terms and conditions and with such rights and privileges, including voting, as may be provided from time to time in the Bylaws of the Corporation and as are not inconsistent with any provision of these Articles of Incorporation.

All persons who are interested in the objectives of the Corporation shall be eligible for membership. Failure to pay membership dues as may be required by the Board of Directors under the Bylaws shall be sufficient cause for termination of membership with a hearing.

The Corporation shall provide for equal membership to all persons regardless of race, color, religion, sex, age or natural origin.

#### **ARTICLE VI - PROHIBITED ACTIVITIES**

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not

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participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue Law) or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (of the corresponding provision of any future United States Internal Revenue Law).

#### **ARTICLE VII - DISPOSITION OF ASSETS UPON DISSOLUTION**

Upon the dissolution of the Corporation, the Board of Directors shall pay or make provision for the payment of all of the liabilities of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable and educational purposes as shall at the time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Court of General Sessions of Florida exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

#### **ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 1310 N. 65th Avenue, Pensacola, Florida 32506, and the name of the initial registered agent of this Corporation at that address is STEVE BROWN.

#### **ARTICLE IX - INITIAL BOARD OF DIRECTORS**

The Corporation shall have a Board of Directors that will govern all activities of the Escambia High School Tip Off Club, Inc. as specified in the By-Laws. The By- Laws shall also provide for their duties, functions and manner of election. The affairs of the Corporation shall be managed by the Board of Directors. The names and street addresses of the members of the first Board of Directors and Officers, all of who shall hold office until their successors are duly elected and qualified, are as follows:

Director: Steve Brown  
1310 N. 65th Avenue  
Pensacola, FL 32506

Director: John Robinson, President  
1901 Nicole Street  
Pensacola, FL 32507

Director: Tammy King, Secretary  
8 Gamwell  
Pensacola, FL 32506

Director: Robin Plombon, Treasurer  
1147 Naples Drive  
Pensacola, FL 32507

#### **ARTICLE X - AMENDMENTS**

The Board of Directors may amend these Articles of Incorporation from time to time at any meeting by an two-thirds (2/3) vote of the members of the Corporation present and voting at any meeting called for that purpose, provided that notice as described in the Bylaws has been given to all members of the character of the proposed amendment, or amendments, to be voted upon.

#### **XI - BYLAWS**

The Bylaws of the Corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the Bylaws.

#### **ARTICLE XII - INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is Steve Brown, 1310 N. 65th Avenue, Pensacola, Florida 32506.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this the 29th day of August, 2003.

Steve Brown

Steve Brown, Incorporator

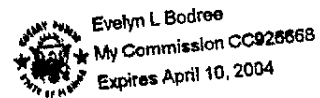
The foregoing instrument was sworn to and subscribed to me this 4th day of Sept., 2003, by STEVE BROWN, who is personally known to me, or has produced \_\_\_\_\_ as identification and who did take an oath.

Evelyn L. Bodree

Print Name: \_\_\_\_\_

Notary Public, State of Florida

My Commission Expires: \_\_\_\_\_

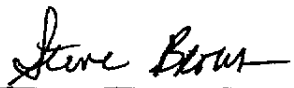


**CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF  
BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
FLORIDA AND ACCEPTANCE OF AGENT UPON WHOM PROCESS  
MAY BE SERVED**

In compliance with Section 48.091 and 617.0501, Florida Statutes, the following is submitted:

FIRST, that ESCAMBIA HIGH SCHOOL TIP OFF CLUB, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1310 N. 65th Avenue, Pensacola, Florida 32506 has named STEVE BROWN at 1310 N.65th Avenue, Pensacola, Florida 32506, as its agent to accept service of process within Florida.

DATED: 9/4/03

  
\_\_\_\_\_  
STEVE BROWN, Incorporator

Having been named to accept service of process for the above named Corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

  
\_\_\_\_\_  
STEVE BROWN, Registered Agent

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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